

amendments thereto, and requires Defendant to prove its cause of action before the Court, if Defendant can do so.

SPECIFIC DENIAL

Pursuant to Fed. R. Civ. P. 8(b)(4), Plaintiff/Counter-Defendant denies all conditions precedent to the maintenance of Plaintiff's causes of action have occurred or been performed.

As to Paragraph 22, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 23, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 24, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 25, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 26, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 27, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 28, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 29, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 30, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 31, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 32, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 33, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 34, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 35, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 36, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

As to Paragraph 37, Plaintiff specifically denies all statements of facts and presumptions of law contained herein.

AFFIRMATIVE AND OTHER DEFENSES

Plaintiff asserts the following affirmative defenses and other defenses which, separately or in combination, would bar Defendant's right to recover, in whole or

in part, the damages alleged in Defendant's Counter-claims pursuant to Federal Rule of Civil Procedure 8(c):

1. Defendant failed to state a claim against Plaintiff on which relief could be granted.
2. Defendant's claims are barred in whole or in part by payment, offset, and/or credit.
3. Defendant's claims are barred by the statute of limitations.
4. Additionally and/or in the alternative, and without waiving the foregoing and/or admitting any liability, Plaintiff asserts the affirmative defense of accord and satisfaction.
5. Additionally and/or in the alternative, and without waiving the foregoing and/or admitting any liability, Defendant asserts the affirmative defense of fraud.
6. Additionally and/or in the alternative, and without waiving the foregoing and/or admitting any liability, Defendant's recovery should be denied because Defendant does not have standing to bring this action.
7. Additionally and/or in the alternative, and without waiving the foregoing, if Defendant has suffered damages, which Plaintiff denies, it has failed to mitigate said damages.
8. Plaintiff asserts the affirmative defense of estoppel.
9. Plaintiff asserts the affirmative defense of laches.
10. Additionally and/or in the alternative, and without waiving the foregoing,

Defendant's claims are barred, in whole or in part by the doctrine of unclean hands.

11. Plaintiff hereby gives notice that Plaintiff intends to rely upon such other defenses, denials, or cross and/or counter actions as may become available or known through discovery, investigation or otherwise, and hereby reserves the right to amend Plaintiff Answer to assert such matters.

CONCLUSION AND PRAYER

WHEREFORE, PREMISES CONSIDERED, Plaintiff
hereby prays as follows:

1. For judgment of the Court that Plaintiff take nothing by these counter-claims, and that Plaintiff recover all costs of court;
2. That Plaintiff recover a judgment against Defendant, for court costs and all attorney's fees incurred in this counter-claim, and reasonable attorney's fees in the event of an appeal to the Texas Court of Appeals and reasonable attorney's fees in the event of an Appeal to the Texas Supreme Court; and
3. Such other and further relief, at law or in equity, to which Plaintiff may be justly entitled to receive.

Respectfully submitted,
K.D. PHILLIPS LAW FIRM, PLLC

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**ATTORNEY FOR
PLAINTIFF/COUNTER-DEFENDANT**

CERTIFICATE OF SERVICE

I certify that on June 6, 2022 a true and correct copy of the foregoing instrument was served upon Plaintiff's attorney via e-filing manager and via email to .

/S/ Kerri Phillips
Kerri Phillips